

MICHAEL GRECCO & LEAF

approach every shoot as another

opportunity to push the creative

limits of traditional portraiture.

When asked to photograph

"Frankenstein" for USA Networks,

I knew it would be challenging.

The sets were dark to fit the theme

of the movie. Leaf enabled me to

capture the mood without losing

detail in the shadows. They are

the cleanest files I've ever seen.



Leaf

LEAF AMERICA
8 Westchester Plaza
Elmsford, NY 10523
Phone: 866 487 5323

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Leaf America

8 Westchester Plaza
Elmsford, NY 10523
Ph: (866) 4US-LEAF
Fx: (866) 487-4473
www.leafamerica.com
info@leafamerica.com

As of February 23, 2005

Ms. Elisabeth Sinsabaugh
Executive Director of Photography
Universal Television Networks
1230 Avenue of the Americas
New York, New York 10020

Ms. Betty Lee
Lions Gate Television, Inc.
2700 Coronado Boulevard
Santa Monica, CA 90404

Mr. Michael Grecco
Michael@michaelgrecco.com

Dear Elisabeth, Betty and Michael:

We would like to use the Frankenstein Photo (the "Frankenstein Photo"), as shown in the attached ad, to help promote Michael Grecco the photographer, in two professional magazines: PDN and Digital Photo Pro.

We can prepare the ad to run in the next available issues, and would run up to four times in each. We would also like to make the enlargements of the ad to display at trade shows.

In terms of an agreement, Michael Grecco and Lions Gate Television, Corp. each warrant that Leaf's use of the Frankenstein Photograph as described above will not violate any law or right of third parties including the right of privacy or copyright or other proprietary or personal rights. Lions Gate Television, Corp. agrees to indemnify and hold harmless Leaf America, Universal Television Networks, their respective affiliates, and their and their respective affiliates' officers, directors, employees, agents, successors and assigns, from any loss, claim, damages or expenses (including reasonable attorney's fees and expenses) arising from the breach of warranties contained in this paragraph.

This indemnification provision shall survive any termination or expiration of this letter agreement.

In return, Leaf America agrees to hold harmless Lions Gate Television, Inc., Universal Television Networks, their respective affiliates, and their and their respective affiliates' officers, directors, employees, agents, successors and assigns, from and against any loss, claim, damages or expenses (including reasonable attorney's fees and expenses) arising in connection with Leaf America's use of the Frankenstein Photograph for any reason other than a breach of Michael Grecco and Lions Gate Television, Inc.'s respective warranties in the paragraph above. This indemnification provision shall survive any termination or expiration of this letter agreement.

Please indicate your agreement by signing the space provided below.

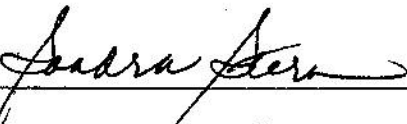
Very truly yours,



Ray J. Vitiello,
Vice President,
Marketing Communications

AGREED:

LIONS GATE TELEVISION, INC.

BY: 

Michael Grecco

5/23/05

UNIVERSAL TELEVISION NETWORKS, INC.

BY:  7/20/05



Leaf
America

8 Westchester Plaza
Eliot, NY 10523
Ph: (866) 4US-Leaf
Fx: (866) 478-4473
www.leafamerica.com

March 5, 2004

Mr. Michael Grecco
Michael Grecco Photo
1701 Pier Ave
Santa Monica, CA 90405

Dear Michael:

It was a pleasure speaking with you earlier today. The conference call with Jan Lederman helped speed the conversation to a mutually beneficial conclusion.

To recap our discussion, we would like to offer you a Leaf Valeo 22 back and the Portable Power Solution at a cost to you of \$8,000.

In exchange, we would like to publicize our collaboration internationally through the use of 3 images over the next 12 months in:

- Advertising
- Product brochures
- Posters
- Web site

I will contact you shortly to confirm the agreement. If in the meantime you have any questions on the products or offer, please feel free to contact me at your convenience.

Sincerely yours,

A handwritten signature in black ink, appearing to read 'Mark Rezzonico'.

Mark Rezzonico
Vice President